

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
Richmond Division

In re:)
)
CIRCUIT CITY STORES, INC., et al.,) Case No. 08-35653-KRH
) Chapter 11
Debtors.) (Jointly Administered)

**JOINDER OF WOODLAWN TRUSTEES, INCORPORATED TO
LIMITED OBJECTIONS OF INLAND SOUTHWEST MANAGEMENT, LLC
AND POLARIS CIRCUIT CITY, LLC TO DEBTORS' MOTION FOR INTERIM
AND FINAL ORDERS PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 363 AND 364
AND FEDERAL RULES OF BANKRUPTCY PROCEDURE 2002 AND 4001
(I) AUTHORIZING DEBTORS (A) TO OBTAIN POSTPETITION FINANCING
AND (B) TO UTILIZE CASH COLLATERAL; (II) GRANTING ADEQUATE
PROTECTION; AND (III) SCHEDULING INTERIM AND FINAL HEARINGS**

Woodlawn Trustees, Incorporated hereby joins in the Limited Objections of Inland Southwest Management, LLC and Polaris Circuit City, LLC to Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363 and 364 and Federal Rules of Bankruptcy Procedure 2002 and 4001 (I) Authorizing Debtors (A) to Obtain Postpetition Financing and (B) to Utilize Cash Collateral; (II) Granting Adequate Protection; and (III) Scheduling Interim and Final Hearings, and in any other objection consistent therewith.

WHEREFORE, Woodlawn Trustees, Incorporated respectfully requests that the Court (1) deny approval of the Motion unless and until it is modified as requested; and (2) granting such further relief as the Court deems just.

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Counsel for Woodlawn Trustees, Incorporated

Dated: December 1, 2008

WOODLAWN TRUSTEES, INCORPORATED

By: /s/ Michael P. Falzone
Counsel

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CERTIFICATE OF SERVICE

I hereby certify that on the 1st day of December, 2008, I caused a copy of the foregoing to be served by electronic means on the "2002" and "Core" lists and through the ECF system.

/s/ Michael P. Falzone
Michael P. Falzone

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